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*Counsel for the Multi-State
Governmental Entities Group*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., *et al.*,

Debtors.¹

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**THIRTY-EIGHTH MONTHLY FEE STATEMENT OF
CAPLIN & DRYSDALE, CHARTERED, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES WITH
RESPECT TO SERVICES RENDERED AS COUNSEL TO THE
MULTI-STATE GOVERNMENTAL ENTITIES GROUP FOR THE
PERIOD COMMENCING OCTOBER 1, 2022, THROUGH OCTOBER 31, 2022**

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters are located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

| | |
|---|---|
| Name of Applicant: | Caplin & Drysdale, Chartered |
| Authorized to Provide Professional Services to: | Multi-State Governmental Entities Group |
| Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant: | April 22, 2021 [Docket No. 2695] |
| Period for which Compensation and Reimbursement are sought: | October 1, 2022, through October 31, 2022 |
| Amount of Compensation sought as actual, reasonable, and necessary: | \$ <u>20,528.50</u> |
| Amount of Expense Reimbursement sought as actual, reasonable, and necessary: | \$ <u>984.60</u> |
| Total compensation requested in this statement: | \$ <u>16,422.80</u> (80% of \$ <u>20,528.50</u>) |
| Total expenses requested in this statement: | \$984.60 |
| Total compensation and expenses requested in this statement: | \$ <u>17,407.40</u> |

This is a: X monthly interim final application.

Pursuant to the *Order Authorizing the Debtors to Enter Into Term Sheet With and Pay Certain Fees and Expenses of the Multi-State Governmental Entities Group* [Docket No. 2695] (the “**MSGE Group Fee Order**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (the “**Interim Compensation Order**”), the law firm of Caplin & Drysdale, Chartered (“**Caplin & Drysdale**”), hereby submits this Thirty-Eighth Monthly Fee Statement (the “**Fee Statement**”) for allowance of compensation for professional legal services rendered as counsel to the Multi-State Governmental Entities Group (“**MSGE Group**”) in the above-captioned case, and reimbursement of actual and necessary expenses incurred, for the period commencing October 1, 2022, through October 31, 2022 (the “**Fee Period**”).

Itemization of Services Rendered and Disbursements Incurred

Attached hereto as **Exhibit A**, is a chart of the aggregate number of hours expended and fees incurred by professionals and paraprofessionals during the Fee Period with respect to each of the project categories Caplin & Drysdale established in accordance with its internal billing procedures. As reflected in **Exhibit A**, Caplin & Drysdale rendered 36.8 hours of professional services during the Fee Period, resulting in fees totaling \$20,528.50. Pursuant to this Fee Statement, Caplin & Drysdale seeks reimbursement for 80% of such fees, totaling \$16,422.80.

Attached hereto as **Exhibit B** is a chart of Caplin & Drysdale's professionals and paraprofessionals who rendered services to the MSGE Group in connection with these chapter 11 cases during the Fee Period. This chart includes the title and standard hourly rate for each attorney and paraprofessional, as well as the aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$608.56. The blended hourly rate of all paraprofessionals is \$372.28. A copy of the computer-generated time entries reflecting all time recorded, organized in project billing categories by Caplin & Drysdale is attached hereto as **Exhibit D**.

Attached hereto as **Exhibit C** is a chart of necessary and out-of-pocket expenses incurred by Caplin & Drysdale in the amount of \$984.60 in connection with providing professional services during the Fee Period and a copy of the computer-generated list of expenses.

Notice

Caplin & Drysdale will provide notice of the Fee Statement in accordance with the Interim Compensation Order.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested shall, within 14 days of service of the Fee Statement, serve via email, to the Notice Parties (as defined in the Interim Compensation Order), a written notice setting forth the precise nature of the objection and the amount at issue.

If an objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Caplin & Drysdale an amount equal to 80% of the fees and 100% of the expenses that are not subject to an objection. Any objection must set forth the precise nature of the objection and the amount at issue; it shall not be sufficient to simply object to all fees and expenses.

Dated: December 20, 2022

Respectfully submitted,

/s/ Kevin C. Maclay

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*Counsel for the Multi-State
Governmental Entities Group*

EXHIBIT A

SUMMARY OF SERVICES BY CATEGORY

OCTOBER 1, 2022, THROUGH OCTOBER 31, 2022

| TASK CODE | PROJECT CATEGORY | TOTAL HOURS | TOTAL FEES |
|------------------|----------------------------------|--------------------|--------------------|
| .04 | Case Administration | 0.2 | \$81.00 |
| .07 | Fee Applications-Self | 2.8 | \$1,440.00 |
| .11 | Plan & Disclosure Statement | 10.0 | \$6,336.00 |
| .15 | MSG Group Meetings/Conferences | 19.1 | \$11,026.50 |
| .17 | Docket Review & File Maintenance | 4.7 | \$1,645.00 |
| TOTAL | | 36.8 | \$20,528.50 |

EXHIBIT B

SUMMARY OF HOURS AND FEES BY PROFESSIONAL

OCTOBER 1, 2022, THROUGH OCTOBER 31, 2022

| Name of Professional | Position/Year Admitted/Department | Hourly Billing Rate | Total Hours Billed | Total Compensation |
|----------------------|-----------------------------------|---------------------|--------------------|--------------------|
| Kevin C. Maclay | Member / 1994 / Bankruptcy | \$1,175.00 | 1.8 | \$2,115.00 |
| Todd E. Phillips | Member / 2005 / Bankruptcy | \$915.00 | 0.6 | \$549.00 |
| Jeffrey A. Liesemer | Member / 1993 / Bankruptcy | \$975.00 | 5.1 | \$4,972.50 |
| George M. O'Connor | Associate / 2018 / Bankruptcy | \$465.00 | 21.4 | \$9,951.00 |
| Cecilia Guerrero | Paralegal / N/A / Bankruptcy | \$405.00 | 1.4 | \$567.00 |
| Jessica A. Giglio | Paralegal / N/A / Bankruptcy | \$405.00 | 1.8 | \$729.00 |
| Rachael L. Davis | Paralegal / N/A / Bankruptcy | \$350.00 | 4.7 | \$1,645.00 |
| TOTAL | | | 36.8 | \$20,528.50 |

EXHIBIT C

SUMMARY OF EXPENSES

OCTOBER 1, 2022, THROUGH OCTOBER 31, 2022

| CATEGORY | AMOUNT |
|------------------------------------|-----------------|
| Court Reporter Transcript Services | \$56.40 |
| Database Research | \$382.93 |
| PACER Service | \$545.30 |
| TOTAL | \$984.63 |

EXHIBIT D

CAPLIN & DRYSDALE

One Thomas Circle NW, Suite 1100
Washington, DC 20005
Federal Tax I.D. No.: 52-1226629
www.capdale.com

Telephone: (202) 862-5000

Fax: (202) 429-3301

Multi-State Governmental Entities Group

Invoice #: 345281
Page: 1

RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through October 31, 2022

| | |
|-----------------------|-------------|
| Total Services | \$20,528.50 |
| Total Disbursements | \$984.63 |
| Total Current Charges | \$21,513.13 |

Remittance Advice

Payment is due upon receipt. If you should have any questions, please email accounting@capdale.com.

Check Payable To:

Caplin & Drysdale, Chartered
Attn: Accounts Receivable
One Thomas Circle NW, Suite 1100
Washington, DC 20005

Wire Transfer:

Receiving Bank: Bank of America
ABA Wire Routing Number: 026009593
ABA ACH Routing Number: 054001204
Swift Code: BOFAUS3N
Beneficiary: Caplin & Drysdale, Chartered
Account Number: 001920814809

Credit Card:

We accept American Express. A service fee of 2.4% for Corporate Cards and 2.95% for Individual Cards will be added to all payments.
Please return this remittance page with your payment. Thank you.

CAPLIN & DRYSDALE

One Thomas Circle NW, Suite 1100
Washington, DC 20005
Federal Tax I.D. No.: 52-1226629
www.capdale.com

Telephone: (202) 862-5000

Fax: (202) 429-3301

Multi-State Governmental Entities Group

December 09, 2022
Invoice #: 345281
Page: 1

RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through October 31, 2022

SERVICES

| Date | Person | Description of Services | Hours | Rate | Amount |
|---|--------|---|--------------|-------------|-------------------|
| .04 Case Administration & Calendar Control | | | | | |
| 10/11/2022 | JAG | Review docket and update calendar. | 0.2 | \$405.00 | \$81.00 |
| | | | Total | 0.20 | \$81.00 |
| .07 Fee Applications-Self | | | | | |
| 10/16/2022 | JAG | Prepare monthly fee application (.3); communications w/ KCM and TEP re same (.1). | 0.4 | \$405.00 | \$162.00 |
| 10/17/2022 | TEP | Review monthly fee application (.1); communications w/ JAG re same (.1). | 0.2 | \$915.00 | \$183.00 |
| 10/19/2022 | TEP | Review and edit interim fee application (.3); communications w/ CG re same (.1). | 0.4 | \$915.00 | \$366.00 |
| 10/19/2022 | CG | Review, revise and finalize interim fee application (1.1); file same (.3). | 1.4 | \$405.00 | \$567.00 |
| 10/28/2022 | JAG | Prepare monthly fee application (.2); communications w/ TEP re same (.2). | 0.4 | \$405.00 | \$162.00 |
| | | | Total | 2.80 | \$1,440.00 |
| .11 Plan & Disclosure Statement | | | | | |
| 10/1/2022 | JAL | Review and analysis of draft motion re de minimis sale procedures. | 0.9 | \$975.00 | \$877.50 |
| 10/10/2022 | JAL | Review and comment on markup of motion to approve de minimis sale procedures. | 0.6 | \$975.00 | \$585.00 |
| 10/10/2022 | GMO | Review revised draft asset sale procedures order and related documents. | 3.6 | \$465.00 | \$1,674.00 |
| 10/18/2022 | JAL | Review and analyze reply brief in Ascent proceeding. | 1.0 | \$975.00 | \$975.00 |
| 10/22/2022 | GMO | Review equitable subordination complaint and Debtor communications re same. | 2.2 | \$465.00 | \$1,023.00 |

SERVICES

| Date | Person | Description of Services | Hours | Rate | Amount |
|---|--------|--|--------------|------------|--------------------|
| .11 Plan & Disclosure Statement | | | | | |
| 10/23/2022 | JAL | Review correspondence from KCM and K. Benedict re equitable subordination adversary proceeding. | 0.2 | \$975.00 | \$195.00 |
| 10/23/2022 | JAG | Hearing preparation (.6); communications w/ JAL and GMO re same (.2). | 0.8 | \$405.00 | \$324.00 |
| 10/25/2022 | JAL | Attend court hearing on late claim motion and pending adversary proceedings. | 0.7 | \$975.00 | \$682.50 |
| | | Total | 10.00 | | \$6,336.00 |
| .15 Committee Meetings/Conferences | | | | | |
| 10/10/2022 | KCM | Teleconference w/ J. Tapley re case status. | 0.3 | \$1,175.00 | \$352.50 |
| 10/13/2022 | JAL | Review email from constituent re document query (.2); review and analyze materials re discovery matter raised by MSGE Group member (.9); communicate w/ KCM and GMO re member discovery matter (.6). | 1.7 | \$975.00 | \$1,657.50 |
| 10/13/2022 | KCM | Review memos and materials re client inquiries. | 0.6 | \$1,175.00 | \$705.00 |
| 10/14/2022 | GMO | Research re discovery rules in connection w/ constituent inquiry. | 4.6 | \$465.00 | \$2,139.00 |
| 10/19/2022 | GMO | Research re automatic stay in connection w/ constituent inquiry (3.2); memo draft re same (2.2). | 5.4 | \$465.00 | \$2,511.00 |
| 10/20/2022 | GMO | Research re automatic stay in connection w/ constituent inquiry (5.2); draft memo re same (.4). | 5.6 | \$465.00 | \$2,604.00 |
| 10/28/2022 | KCM | Teleconferences w/ S. Sanford and J. Tapley re case status. | 0.6 | \$1,175.00 | \$705.00 |
| 10/28/2022 | KCM | Review materials re J. Cicala inquiry. | 0.2 | \$1,175.00 | \$235.00 |
| 10/28/2022 | KCM | Communicate w/ J. Cicala re constituent inquiry. | 0.1 | \$1,175.00 | \$117.50 |
| | | Total | 19.10 | | \$11,026.50 |
| .17 Docket Review & File Maintenance | | | | | |
| 10/6/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.3 | \$350.00 | \$105.00 |
| 10/7/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.2 | \$350.00 | \$70.00 |
| 10/11/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.3 | \$350.00 | \$105.00 |
| 10/12/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.3 | \$350.00 | \$105.00 |
| 10/14/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.2 | \$350.00 | \$70.00 |
| 10/18/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.7 | \$350.00 | \$245.00 |
| 10/19/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.1 | \$350.00 | \$35.00 |

SERVICES

| Date | Person | Description of Services | Hours | Rate | Amount |
|---|--------|--|-------------|----------|-------------------|
| .17 Docket Review & File Maintenance | | | | | |
| 10/20/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.2 | \$350.00 | \$70.00 |
| 10/21/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.1 | \$350.00 | \$35.00 |
| 10/24/2022 | RLD | Hearing preparation. | 1.2 | \$350.00 | \$420.00 |
| 10/24/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.3 | \$350.00 | \$105.00 |
| 10/25/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.3 | \$350.00 | \$105.00 |
| 10/27/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.3 | \$350.00 | \$105.00 |
| 10/31/2022 | RLD | Review docket and update internal files re recently filed pleadings. | 0.2 | \$350.00 | \$70.00 |
| Total | | | 4.70 | | \$1,645.00 |
| Total Professional Services | | | 36.8 | | \$20,528.50 |

PERSON RECAP

| Person | | Title | Hours | Rate | Amount |
|--------|---------------------|-----------|-------|------------|------------|
| JAL | Jeffrey A. Liesemer | Member | 5.1 | \$975.00 | \$4,972.50 |
| KCM | Kevin C. Maclay | Member | 1.8 | \$1,175.00 | \$2,115.00 |
| TEP | Todd E. Phillips | Member | 0.6 | \$915.00 | \$549.00 |
| GMO | George M. O'Connor | Associate | 21.4 | \$465.00 | \$9,951.00 |
| RLD | Rachael L. Davis | Paralegal | 4.7 | \$350.00 | \$1,645.00 |
| JAG | Jessica A. Giglio | Paralegal | 1.8 | \$405.00 | \$729.00 |
| CG | Cecilia Guerrero | Paralegal | 1.4 | \$405.00 | \$567.00 |

DISBURSEMENTS

| Date | Description of Disbursements | Amount |
|---------------------|---|----------|
| 10/21/2022 | PACER SERVICE CENTER- Pacer Charges- GMO [.11] | \$10.80 |
| 10/21/2022 | PACER SERVICE CENTER- Pacer Charges- JAG [.11] | \$526.00 |
| 10/21/2022 | PACER SERVICE CENTER- Pacer Charges- JAL [.11] | \$8.50 |
| 10/28/2022 | Court Reporting/Transcript Service - Hrg Tr 10/25 [.11] | \$56.40 |
| 10/31/2022 | Database Research - Westlaw - GMO 10/13-15/2022 [.11] | \$382.93 |
| Total Disbursements | | \$984.63 |

| | |
|-----------------------|-------------|
| Total Services | \$20,528.50 |
| Total Disbursements | \$984.63 |
| Total Current Charges | \$21,513.13 |

TASK RECAP**Services**

| Category | Hours | Amount | Disbursements | Category | Amount |
|-----------------|--------------------|--------------------------|----------------------|-----------------|-----------------------|
| .04 | 0.20 | \$81.00 | | .11 | \$984.63 |
| .07 | 2.80 | \$1,440.00 | | | |
| .11 | 10.00 | \$6,336.00 | | | |
| .15 | 19.10 | \$11,026.50 | | | |
| .17 | 4.70 | \$1,645.00 | | | |
| | <hr/> <u>36.80</u> | <hr/> <u>\$20,528.50</u> | | | <hr/> <u>\$984.63</u> |

BREAKDOWN BY PERSON**Person**

| | | Category | Hours | Rate | Amount |
|-----|---------------------|-----------------|--------------------|--------------------------|---------------|
| JAG | Jessica A. Giglio | .04 | 0.20 | \$405.00 | \$81.00 |
| TEP | Todd E. Phillips | .07 | 0.60 | \$915.00 | \$549.00 |
| JAG | Jessica A. Giglio | .07 | 0.80 | \$405.00 | \$324.00 |
| CG | Cecilia Guerrero | .07 | 1.40 | \$405.00 | \$567.00 |
| JAL | Jeffrey A. Liesemer | .11 | 3.40 | \$975.00 | \$3,315.00 |
| GMO | George M. O'Connor | .11 | 5.80 | \$465.00 | \$2,697.00 |
| JAG | Jessica A. Giglio | .11 | 0.80 | \$405.00 | \$324.00 |
| JAL | Jeffrey A. Liesemer | .15 | 1.70 | \$975.00 | \$1,657.50 |
| KCM | Kevin C. Maclay | .15 | 1.80 | \$1,175.00 | \$2,115.00 |
| GMO | George M. O'Connor | .15 | 15.60 | \$465.00 | \$7,254.00 |
| RLD | Rachael L. Davis | .17 | 4.70 | \$350.00 | \$1,645.00 |
| | | | <hr/> <u>36.80</u> | <hr/> <u>\$20,528.50</u> | |